

TABLE OF CONTENTS

I.	THERE IS EVIDENCE THAT SS-USA WAS NOT AN INACTIVE CORPORATION WHEN THE COMPLAINTS WERE FILED, AND IN ANY EVENT, SS-USA’S ANALYSIS IS WRONG ABOUT THE PRINCIPAL PLACE OF BUSINESS OF AN INACTIVE CORPORATION	3
A.	There is Ample Evidence That SS-USA Activities “Predominated” in Hawaii When The Complaints Were Filed	3
B.	There Is Substantial Evidence That SS-USA Was Not “Winding Up” or “Inactive”	6
II.	THE “NERVE CENTER” TEST DOES NOT APPLY ON THESE FACTS	8
III.	KIMURA’S SWORN STATEMENT TO THE BANKRUPTCY COURT THAT HAWAII IS SS-USA’S PRINCIPAL PLACE OF BUSINESS IS A STATEMENT OF FACT EQUALLY APPLICABLE TO A DIVERSITY DETERMINATION	10
IV.	THERE IS NO DOUBT THAT THE HAWAII BANKRUPTCY COURT RELIED UPON KIMURA’S 2002 DECLARATION	13
V.	FROM 2002 TO THE PRESENT, SS-USA HAS ENGAGED IN EXTENSIVE “CHICANERY”	14
VI.	CONTROLLING PRECEDENT REQUIRES THAT THIS MOTION BE GRANTED	16
VII.	CONCLUSION.....	17

TABLE OF AUTHORITIES

CASES

<u>China Basin Properties, Ltd. v. Allendate Mut. Ins. Co.</u> , 818 F.Supp. 1301 (N.D. Cal. 1992)	7
<u>China Basin Properties, Ltd. v. One Pass, Inc.</u> , 812 F.Supp. 1038 (N.D. Cal. 1993).....	7
<u>Comtec, Inc. v. National Technical Schools</u> , 711 F.Supp. 522 (D. Ariz. 1989)	7
<u>DeFortuno v. Pueblo Int’l, Inc.</u> , 62 F.R.D. 94 (D.P.R. 1972).....	18
<u>Deja Vu Showgirls of Las Vegas, L.L.C. v. Nev. Dep’t of Taxation</u> , 2006 U.S. Dist. LEXIS 52505 (D. Nev. 2006).....	18
<u>Forbes v. Hotel Inter-Continental Maui</u> , 1987 WL 247013 (D.Hawaii 1987).....	12
<u>Gradetech, Inc. v. Am. Employer’s Group</u> , 2006 U.S.Dist. LEXIS 47047 (N.D. Cal. 2006)	16
<u>Inland Rubber Corp. v. Triple A Tire Service, Inc.</u> , 220 F.Supp. 490, 496 (S.D.N.Y.1963))	11
<u>In re Commonwealth Oil Refining Co., Inc.</u> , 596 F.2d 1239 (5 th Cir. 1979)	10
<u>In Re Peachtree Lane Assocs., Ltd.</u> , 150 F.3d 877 (7 th Cir. 1998).....	10
<u>Industrial Tectonics, Inc. v. Aero Alloy</u> , 912 F.2d 1090, 1094 (9 th Cir. 1990).....	6, 8, 10, 11
<u>Jedrejic v. Croatian Olympic Committee</u> , 190 F.R.D. 60 (S.D.N.Y. 1999)	7
<u>Johnson v. Oregon</u> , 141 F.3d 1361 (9 th Cir. 1998)	16
<u>Mortensen v. First Federal Sav. and Loan Ass’n</u> , 549 F.2d 884 (3rd Cir. 1977)	18

<u>Steele v. Anderson</u> , 2004 WL 45527 (N.D.N.Y 2004).....	16
<u>The Mennen Company v. Atlantic Mut. Inc. Co.</u> , 147 F.3d 287 (3 rd Cir. 1998).....	17
<u>Tosco Corp. v. Communities for a Better Environment</u> , 236 F.3d 495 (9 th Cir. 2001).....	6, 8, 10, 11, 16
<u>United Nuclear Corporation v. Moki O. & M. Co.</u> , 364 F.2d 568 (10th Cir. 1966), <u>cert. denied</u> , 385 U.S. 960 (1966).....	12
<u>United States v. 7108 W. Grand Ave.</u> , 15 F.3d 632 (7 th Cir.), <u>cert. denied sub nom. Flores v. United States</u> , 512 U.S. 1212, 114 S.Ct. 2691 (1994))	1
<u>United States v. 8136 S. Dobson St., Chicago, Ill.</u> , 125 F.3d 1076 (7 th Cir.1997).....	1

TREATISE, STATUTES AND LEGISLATIVE HISTORY

13B Wright Miller & Cooper, Federal Practice & Procedure § 3625 (2006)	7, 9, 16, 18
28 U.S.C. § 1410	10
28 U.S.C § 1332.....	11, 18
S. Rep. No. 1830, 85 th Cong., 2d Sess. 4 (1958)	9, 10